

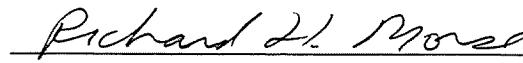
UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

)
DONALD F. BENOIT, Derivatively On Behalf)
of MBNA Corporation,,)
Plaintiff,)
v.)
BRUCE L. HAMMONDS, et al.)
Defendants)
and)
MBNA CORPORATION,)
Nominal Defendant.)
Civil Action No. 05-00361-GMS

**MOTION AND ORDER
FOR ADMISSION PRO HAC VICE**

Pursuant to Local Rule 83.5(c) and the attached certification, Richard H. Morse moves for the admission *pro hac vice* of Richard C. Pepperman II, Esquire to represent nominal defendant MBNA Corporation, and defendants Bruce L. Hammonds, Kenneth A. Vecchione, Richard K. Struthers, John R. Cochran, III, Lance L. Weaver, Charles C. Krulak, Michael G. Rhodes and John W. Scheflen in this matter.

YOUNG CONAWAY STARGATT & TAYLOR, LLP


Richard H. Morse

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Attorneys for Nominal Defendant MBNA Corporation and
Defendants Bruce L. Hammonds, Kenneth A. Vecchione,
Richard K. Struthers, John R. Cochran, III, Lance L. Weaver,
Charles C. Krulak, Michael G. Rhodes and John W. Scheflen

DATED: August 18, 2005

ORDER GRANTING MOTION

IT IS HEREBY ORDERED counsel's motion for admission *pro hac vice* is granted.

Judge Gregory M. Sleet

DATED: _____

CERTIFICATION BY COUNSEL TO BE ADMITTED PRO HAC VICE

Pursuant to Local Rule 83.5, I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing as a member of the Bar of the State of New York, and, pursuant to Local Rule 83.6, submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of this action. I also certify I am generally familiar with this Court's Local Rules. In accordance with Standing Order for District Court Fund effective January 1, 2005, I further certify that the fee payment of \$25.00 will be submitted to the Clerk's Office upon the filing of this motion.

SULLIVAN & CROMWELL LLP



Richard C. Pepperman, II
125 Broad Street
New York, NY 10004-2498
(212) 558-4000

DATED: August 17, 2005

CERTIFICATE OF SERVICE

I, Richard H. Morse, hereby certify that on August 18, 2005, I caused to be electronically filed a true and correct copy of the foregoing document with the Clerk of Court using CM/ECF which will send notification that such filing is available for viewing and downloading to the following counsel of record:

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